

March 15, 2018

VIA HAND DELIVERY AND ELECTRONIC FILE TRANSFER

Benjamin M. Joseph, 3HS62
U.S. Environmental Protection Agency, Region III
1650 Arch Street
Philadelphia, PA 19103-2029

**Re: Request for Information to Eastern Gas & Water Investment Company,
LLC Pursuant to 42 U.S.C. § 9604(e)**

Dear Mr. Joseph:

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This firm represents Eastern Gas & Water Investment Company, LLC ("EGWIC LLC") with regard to the request for information from the United States Environmental Protection Agency ("EPA") dated February 9, 2018 (the "February 9 Request") issued pursuant to Section 104(e) of the Comprehensive Environmental Response, Compensation and Liability Act ("CERCLA"), 42 U.S.C. § 9604(e). The February 9 Request relates to the Chestertown Gas Company Site in Chestertown, Kent County, Maryland (the "Site"). On February 13, 2018, Andrew Goldman of EPA granted EGWIC LLC an extension of time to March 15, 2018 to respond to the February 9 Request. This extension was confirmed by a letter from Howard L. Meyers to Mr. Goldman dated February 13, 2018. As of the same date as this response, EGWIC LLC is also submitting a response to EPA to a very similar Section 104(e) information request dated December 20, 2017 and sent to Carol Park. That response shall be referred to herein as the "Initial EGWIC Response."

EGWIC LLC objects to the February 9 Request on the following grounds:

1. EGWIC LLC objects to the February 9 Request to the extent it seeks information protected by the attorney-client privilege, the work product doctrine or any other legally recognized privilege or doctrine which would protect the disclosure of information.

2. EGWIC LLC objects to the February 9 Request to the extent that it seeks information beyond the scope of information EPA may seek under Section 104(e) of CERCLA.

3. EGWIC LLC objects to the February 9 Request to the extent it seeks information in the public realm, information in the possession, control or custody of EPA or the United States and information that is equally accessible to EPA as it is to EGWIC LLC.

4. EGWIC LLC objects to the February 9 Request to the extent that it seeks information first developed or obtained by EGWIC subsequent to the date of this letter.

EGWIC LLC reserves the right to object to the production of information provided in this response in any legal proceeding on grounds recognized by any such proceeding or on the grounds that the information is protected from disclosure pursuant to an applicable privilege or doctrine.

Notwithstanding the foregoing objections, and without waiver thereof, EGWIC LLC responds to the February 9 Request as follows:

1. The positions held by Mr. Park at the various entities identified in the February 9 Request are as follows:
 - a. Chestertown Gas Company – Mr. Park held no position with this entity.
 - b. Chestertown Shorgas Company – Chestertown Shorgas Company (“CS”) was an “inactive subsidiary” of Eastern Gas & Water Investment Company, a Maryland corporation (“EGWIC MD”), when Clearfield Energy, Inc. and its affiliates, acquired their stock interests in EGWIC MD on February 2, 1990. Mr. Park was President of CS from May 1990 through May 2, 2014 (the date of its merger with and into EGWIC LLC).
 - c. Synergy Gas Corporation – Mr. Park held no position with this entity.
 - d. Eastern Gas & Water Investment Company (a Pennsylvania corporation) – Mr. Park held no position with this entity.
 - e. Eastern Gas & Water Investment Company (a Maryland corporation) – President from May 1990 until November 30, 1995 when it was merged with and into Eastern Gas & Water Investment Company, a Delaware corporation.
 - f. Eastern Gas & Water Investment Company (a Delaware corporation) – President from its incorporation of October 27, 1995 until June 14, 2012 when it was converted into a limited liability company.
 - g. Eastern Gas & Water Investment Company LLC – President from its formation date of June 14, 2012 until the present.
 - h. Chesapeake Utilities Corporation – Mr. Park held no position with this entity.
 - i. Sandpiper Energy Inc. – Mr. Park held no position with this entity.
 - j. The Eastern Shore Gas Company – President from May 1990 until June 2013 when its name was changed to “EGWIC Gas Company,” thereafter President until EGWIC Gas Company was merged with and into EGWIC LLC on April 1, 2014.

- k. Eastern Shore Propane Company, LLC – President and Sole Manager from June 2012 until May 31, 2013 when its name was changed to “EGWIC Propane Company”, thereafter President and Sole Manager until EGWIC Propane Company was merged with and into EGWIC LLC on July 3, 2013.
- l. Park Management Company – Park Management Company is now known as CBC Management Company as a result of a name change effective October 12, 2012. Mr. Park became Treasurer of CBC Management Company on January 30, 2018.
- m. Energy Equity Partners, LP – Limited Partner since its inception in 2000.

2.

- a. Chestertown Gas Company (“CG”) – EGWIC LLC has no knowledge or information other than CG apparently sold certain real estate to CS in 1945, as referenced in responses 5 and 6 and Exhibit C to the Initial EGWIC Response.
- b. CS – CS was incorporated in Maryland on July 6, 1945 (see the Certificate of Incorporation and Bylaws (best copies available attached as Exhibit A to the Initial EGWIC Response)), and was an “inactive subsidiary” of EGWIC MD when Clearfield and affiliates acquired their stock interests in EGWIC MD in 1990 (see the Asset Purchase Agreement dated February 2, 1990 attached as Exhibit B to the Initial EGWIC Response). CS had sold its business, including associated real estate, to Synergy in August 1988 (see the copy of the August 5, 1988 Agreement and real estate certificate of title that were part of the closing attached as Exhibit C to the Initial Egwic Response). CS remained inactive until merged with and into EGWIC LLC on May 2, 2014 (see documents attached as Exhibit F-2 to Initial EGWIC Response).
- c. Synergy Gas Corporation (“Synergy”) – EGWIC LLC has no knowledge or information concerning Synergy other than its acquisition of the business of CS and its real estate under an August 5, 1988 Agreement (see response 1(b) and Exhibit C to the Initial EGWIC Response.)
- d. Eastern Gas & Water Investment Company, a Pennsylvania corporation (“EGWIC PA”) – Based on historical minute books in EGWIC LLC’s possession, it appears that EGWIC PA was merged into EGWIC MD on or about September 10, 1958 (see response 1(d) and Exhibit D to the Initial EGWIC Response).

- e. Eastern Gas & Water Investment Company, a Maryland corporation ("EGWIC MD") – EGWIC MD was incorporated in Maryland on or about August 7, 1958, and was the surviving entity of a merger with EGWIC PA that was effective on or about September 10, 1958 (see the Articles of Incorporation (best copy available attached as Exhibit E and Articles of Merger attached as Exhibit D to the Initial EGWIC Response)). Clearfield and its affiliates acquired their stock interest in EGWIC MD in 1990.
- f. Eastern Gas & Water Investment Company, a Delaware corporation ("EGWIC DE") – EGWIC DE was incorporated in Delaware on October 27, 1995. EGWIC MD was merged with and into EGWIC DE on November 30, 1995 (see the merger documents attached as Exhibit F-1 to the Initial EGWIC Response). The stock of Clearfield and certain of its affiliates, not including EGWIC DE, was sold to Crosstex Energy Services, L.P. (now known as EnLink Midstream Operating, L.P.) on July 2, 2012. EGWIC LLC is not producing supporting documents.
- g. EGWIC LLC – EGWIC DE became an LLC on June 14, 2012 (see the conversion documents attached as Exhibit G to the Initial EGWIC Response). CS was merged with and into EGWIC LLC on May 2, 2014 (see merger documents attached as Exhibit F-2 to the Initial EGWIC Response).
- h. Chesapeake Utilities Corporation – EGWIC LLC has no knowledge or information other than it is a Delaware corporation.
- i. Sandpiper Energy Inc. – EGWIC LLC has no knowledge or information other than that Sandpiper is a Delaware corporation and a subsidiary of Chesapeake Utilities Corporation.
- j. The Eastern Shore Gas Company – The Eastern Shore Gas Company, a Maryland corporation, was formed on July 15, 1930. Its name was changed to EGWIC Gas Company on May 30, 2013, and it merged with and into EGWIC LLC on April 1, 2014. EGWIC LLC is not producing supporting documents.
- k. Eastern Shore Propane Company LLC – Eastern Shore Propane Company was formed as a Delaware corporation on September 20, 1979, and was converted to a limited liability company on June 14, 2012. It changed its name to "EGWIC Propane Company, LLC" on May 31, 2013. It was merged into EGWIC LLC on July 3, 2013. EGWIC is not producing supporting documents.
- l. Park Management Company – Park Management Company, a Pennsylvania corporation, was incorporated on December 16, 1999, and is now known as CBC Management Company ("CBC"), as a

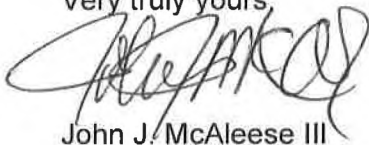
result of a name change effective October 12, 2012. CBC is the general partner of Energy Equity Partners, LP ("EEP"). EGWIC LLC is not producing supporting documents.

m. Energy Equity Partners, L.P. – EEP is a Delaware limited partnership that was formed on December 30, 1998. EEP is the sole member of EGWIC LLC. EGWIC LLC is not producing supporting documents.

3. See response to Request No. 2 in the Initial EGWIC Response.
4. See response to Request No. 3 in the Initial EGWIC Response.
5. See response to Request No. 4 in the Initial EGWIC Response.
6. See response to Request No. 5 in the Initial EGWIC Response.
7. See response to Request No. 6 in the Initial EGWIC Response.
8. See response to Request No. 7 in the Initial EGWIC Response.
9. See response to Request No. 8 in the Initial EGWIC Response.
10. See response to Request No. 9 in the Initial EGWIC Response.
11. See response to Request No. 10 in the Initial EGWIC Response.
12. See response to Request No. 11 in the Initial EGWIC Response.
13. See response to Request No. 12 in the Initial EGWIC Response.

John Park, President of EGWIC LLC, provided all of the information responsive to the Request. EGWIC LLC has conducted a thorough search of records in its possession, control or custody with regard to the Request. Notwithstanding the foregoing, EGWIC LLC reserves the right to withdraw, amend or supplement this response should it identify other pertinent information in its possession, control or custody.

Very truly yours



John J. McAleese III

JJM:drw